

COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY

Petition of New England Power Company for)	
Approval of the Divestiture of the Seabrook)	
Nuclear Power Station)	D.T.E. 02-33
)	

**PETITION OF FPL ENERGY SEABROOK, LLC
FOR LEAVE TO INTERVENE**

FPL Energy Seabrook, LLC (“FPLE Seabrook”) hereby petitions the Department for leave to intervene as a party in this proceeding pursuant to M.G.L. c.30A, § 10 and 220 C.M.R. § 1.03.

In support of its petition, FPLE Seabrook states as follows:

1. This proceeding involves a petition by New England Power Company (“NEP”) for approval of the sale of its interests in the Seabrook Nuclear Station in New Hampshire (“Seabrook Station”). NEP requests approval of the sale pursuant to c.164, § 76 and pursuant to the Department’s requirement that the “sale process is equitable and maximizes the value of the existing generation facilities being sold” (see *Boston Edison Company* and *Commonwealth Electric Company*, D.T.E. 98-119/D.T.E. 98-126, at 5 (1999)). NEP further requests a finding (the “§ 32(c) Finding”) that Seabrook Station is an “eligible facility” pursuant to § 32(c) of the Public Utility Holding Company Act of 1935, codified at 15 U.S.C. § 79z-5a(c).

2. Consistent with NEP’s Restructuring Settlement (*Massachusetts Electric Company*, D.P.U. 96-25 (1997)), NEP and other owners of Seabrook Station (the “Selling Owners”) offered their interests for sale in a public auction conducted by J.P. Morgan Securities Inc., an investment-banking firm selected by the Connecticut Department of

Public Utility Control and the New Hampshire Public Utilities Commission for that purpose.

3. On April 13, 2002, the Selling Owners and the winning bidder, FPLE Seabrook, entered into a Purchase and Sale Agreement, pursuant to which the Selling Owners will transfer their respective interests in Seabrook Station to FPLE Seabrook.¹ Those transfers are contingent upon regulatory approval by various government agencies, including the Department.

4. FPLE Seabrook is a limited liability company organized under the laws of the State of Delaware, with its principal place of business in New Hampshire. FPLE Seabrook is a wholly-owned, special-purpose indirect subsidiary of FPL Energy LLC (“FPL Energy”), the independent power producer subsidiary of FPL Group, Inc. (“FPL Group”). FPLE Seabrook was formed to acquire, own and operate Seabrook Station. FPLE Seabrook’s address is c/o FPL Group, Inc., 700 Universe Boulevard, Juno Beach, FL 33408.

5. FPL Group is a public utility holding company incorporated in 1984 under the laws of the State of Florida. FPL Group operates and develops power generation facilities under two different subsidiaries: Florida Power and Light Company (“FP&L”) and FPL Energy. Through its affiliates, FPL Group has over 23,000 MW of generation capacity in operation in the United States.

6. FP&L has been in business for more than 75 years. FPL Group has leveraged its expertise in generation to build a rapidly growing independent power

¹ Specifically, NEP has agreed to transfer its approximate 9.96 percent interest in Seabrook Station to FPLE Seabrook.

production business with facilities in operation, construction or advanced stages of development in seventeen states.

7. FPL Energy is a leader in producing electricity from clean and renewable fuels and is the nation's leader in wind energy, operating a 5,117-megawatt portfolio of plants in fourteen states. FPL Group also owns and operates four nuclear generating units similar in design to Seabrook Station. The company's Turkey Point site, located 25 miles south of Miami, includes two pressurized water reactors with a capacity of 1,386 megawatts. FPL Group's 1,678-megawatt St. Lucie site includes two pressurized water reactors located near Ft. Pierce and Stuart, Florida, adjacent to the Atlantic Ocean. Both Turkey Point and St. Lucie have consistently maintained the highest safety and operational performance based upon the Nuclear Regulatory Commission's ("NRC") safety indicators as well as the World Association of Nuclear Operators' overall performance index.

8. FPL Energy has a growing presence in New England and is familiar with the New England energy market. FPL Energy owns and operates 29 hydroelectric and three oil power stations in Maine and one natural-gas generating plant in Massachusetts. An additional 515-megawatt natural gas-fired generating station is under construction in Rhode Island and is scheduled to be operational by the fall of 2002.

9. FPLE Seabrook will own and operate Seabrook Station pursuant to a license issued by the NRC and in accordance with Seabrook's Technical Specifications and all applicable NRC rules, regulations, and orders.

10. Under c.30A, § 10 and 220 CMR § 1.03, FPLE Seabrook should be permitted to intervene as a party in this proceeding because FPLE Seabrook's legal

rights, duties and privileges will be substantially and specifically affected by the Department's decisions in this proceeding. The Department's decisions in this and two related dockets (D.T.E. 02-34 and 02-35) will directly impact the extent and value of FPLE Seabrook's ultimate ownership interest in Seabrook Station. The Department's action on the proposed § 32(c) Finding likewise will substantially and specifically affect FPLE Seabrook's ability to sell power from Seabrook Station.

11. If granted leave to intervene, FPLE Seabrook reserves the right to participate fully in this proceeding, including but not limited to participation in any hearings convened by the Department (including cross-examination of witnesses, presentation of testimony or other evidence), submission of briefs, and participation in oral arguments, if any.

12. Correspondence and other communication in regard to this matter should be served upon:

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WHEREFORE, for the reasons described herein, FPLE Seabrook requests that it
be granted leave to intervene as a party in this proceeding.

FPL ENERGY SEABROOK, LLC

By its attorneys,

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CERTIFICATION

I hereby certify that a copy of the foregoing was mailed via first-class mail,
postage pre-paid, to all counsel and parties of record, on this ____ day of June 2002.

Sean McElligott